

**CORPORATE BY-LAWS**  
**GREENFIELDS IRRIGATION DISTRICT (GID)**  
**105 CENTRAL AVENUE WEST, P.O. BOX 157**  
**FAIRFIELD, MT 59436**  
**(A Public Corporation Formed 5-29-1925)**

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## **1. STATEMENT OF DISTRICT OBJECTIVES**

- A. To supervise, administer, maintain, and protect GID's water rights filed under the laws of the State of Montana in cooperation with appropriate Federal and State agencies.
- B. To deliver GID irrigation water equitably to lands assessed by the District in an efficient manner and at a cost consistent with good management practices and in general accord with Board Policies.
- C. To promote good water and soil conservation practices.
- D. To maintain and improve the total irrigation storage and delivery system to the degree necessary to preserve the capacity, sustainability, and condition of the facilities.
- E. To maintain sound fiscal management policies, including adequate reserves.
- F. To be constantly alert to technical advancement and adopt new practices which will improve system operating and delivery efficiencies.

## **2. DEFINITIONS**

- A. Assessed Acre – An assessed acre is an equivalent acre of land located within GID boundaries that is taxed or otherwise assessed and thereby entitled to receive District water. The number of assessed acres for each Farm Unit is quantified and identified by GID.
- B. Assessment – The term Assessment means charges made by the District for whatever purpose which are collected by either GID or the County Treasurer and are based on the number of assessed acres assigned to each Farm Unit and/or land parcel.
- C. Board – The term Board means the Board of Commissioners of the Greenfields Irrigation District.
- D. Board Approval – The term Board Approval means approval by the Board of Commissioners whether by motion and vote or consensus.
- E. District – The term District means the Greenfields Irrigation District (GID).
- F. District Approval – The term District Approval means approval by either GID Management or the Board of Commissioners.
- G. Entity – The term entity means trusts, corporations, partnerships or other legal entities or arrangements made for joint ownership or joint leasing of assessed acres.
- H. Landowner – The term landowner means a person, partnership, corporation, trust or other legal entity owning an interest in land, and whose identities have properly been made known to the District.
- I. Producer – The Producer is the individual who is ultimately responsible for operations and management and specifically for how a Farm Unit will be irrigated using District water. The Producer is either the Owner or Lessee of the Farm Unit or Manager designated by the Corporation or Trust Entity owning or leasing the Farm Unit. The Producer must be actively engaged in the daily operations of the ranch or farm.
- J. Water User – The term Water user means a person, partnership, corporation, trust or other legal entity owning an interest in the land entitled to order and receive water from the District and whose identities have properly been made known to the District.
- K. Irrigable Acres- An irrigable acre is an equivalent acre of land located within GID boundaries that could be theoretically irrigated using either GID project water or a private water right utilizing any method of irrigation. An irrigable acre is not necessarily entitled to

receive District water unless the Producer has allocated and certified available assessment, under their immediate control, for such purpose.

### **3. BOARD OF COMMISSIONERS**

#### **A. QUALIFICATIONS**

- 1) Must be an owner of assessed land within the precinct of the District which they are to represent and must be a resident of the County in which the precinct or some portion of the precinct is situated.
- 2) Be actively engaged in the actual farming of their own assessed land and derive at least 50% of their net income from their farm operation.
- 3) Be willing to take the time necessary to prepare, attend and participate in Board meetings.
- 4) Must work well with others as a team, participate in informed discussions with fellow Board members, and support decisions by the majority with the best interests of the District in mind.
- 5) Must have ability to cultivate a receptive attitude toward propositions, rather than resisting change or action.
- 6) Be objective so that decisions will be made in the overall best interest of the District without being influenced by religion, politics, family histories, or other issues unrelated to the business of the District.
- 7) Commissioners must irrigate in general compliance with current Board policies.

#### **B. DUTIES OF THE BOARD**

- 1) The Board must operate within applicable law. The Board is responsible to ensure that its actions and the actions of the Manager conform to applicable Federal, State and local statutes and ordinances; provisions of Government contracts; and policies of the District.
- 2) The Board shall conduct regular and special elections in general accordance with Title 85, Chapter 7 of the Montana Code Annotated and the policies of the District and with the assistance and guidance of the County election official
- 3) The Board shall ensure that all necessary contracts and agreements are timely executed. Authority to execute contracts may be delegated to the Manger.
- 4) Collect and disperse District funds.
  - a. Levy assessments, and/or service charges.
  - b. Collect excess water charges and miscellaneous revenues.
  - c. Review and approve annual budgets.
  - d. Process payments on District obligation promptly.
  - e. Invest District reserve funds wisely in instruments protected by the Federal government.
- 5) Maintain adequate and complete set of records and accounts.
  - a. Ensure that annual financial reports are prepared.
  - b. Ensure that permanent water ledgers are maintained.
  - c. Review Board policies on an annual basis after reorganization of the Board is completed.
- 6) Select and employ a competent Manager.

- 7) Furnish the Manager an approved set of operating procedures, criteria and standards.
- 8) When called on, be ready and willing to assist the Manager with major decisions. The Board shall share with the Manager in these responsibilities for the end results of any action involved in a joint decision by the Board and Manager.
- 9) Directs the public relations program and the dissemination of information to the Water Users.
- 10) Carries on all the necessary functions of the District not previously mentioned or delegated to the Manager.
- 11) Review periodic reports from the Manager and check for conformance to program policies, objectives and long-range plans. These reports should be of sufficient scope and detail to enable the Board to:
  - a. Prevent unauthorized action.
  - b. Determine progress in key operating areas.
  - c. Determine where remedial action is necessary to prevent serious deviations.
  - d. Measure performance against budget.
  - e. Measure performance against long-range plans.
- 12) In cooperation with the Manager, negotiates labor contracts and/or wage schedules.

#### **4. ADVISORY BOARD**

- A. A five-member Advisory Board will be appointed by the Board of Commissioners to assist the Board in establishing work programs, Board policies and fiscal responsibilities.
- B. The Advisory Board will generally consist of area Water Users and business persons involved in agricultural activities.
- C. The Advisory Board members are not restricted to Water Users nor are there any residency requirements.
- D. The Board of Commissioners will appoint advisory Board members as necessary. The Advisory Board position will be for a term of three years and shall be limited to two consecutive terms. The Advisory Board members shall be appointed following reorganization of the GID Board.
- E. The Advisory Board will meet with the Board of Commissioners as directed and will be reimbursed at rates and amounts permitted under State law.

#### **5. BOARD MEETINGS**

- A. Regular meetings shall be held at 7PM on the second Tuesday of each month. The Board reserves the right to amend the date and time as needed.
- B. Meetings shall be held at the District Office in Fairfield and are to be open to the public.
- C. Special meetings may be called on 24-hour notice by the President or any two Commissioners of the Board.
- D. All meetings are to be conducted under Roberts Rules of Order, where it does not conflict with these By-Laws and Policies.
- E. The President shall not vote on motions unless needed to break a tie or as required by Board Resolution. Any Commissioner may request that each Commissioner's vote be recorded.

- F. The regular Board meeting in November of each year should be noticed as a call for Water User comment on the proposed annual budget.
- G. The Board shall also convene an Annual Water Users Appreciation Meeting in either February or March at the Fairfield Community Hall. The date and time to be determined by the Board.
- H. A majority of the Commissioners shall constitute a quorum.
- I. The regular meeting agenda shall include at least the following:
  - 1) Approval of the minutes of the previous regular meeting and any subsequent special meetings.
  - 2) Review and approve of bills to be paid.
  - 3) Hearing of any person(s) desiring to bring matters before the Board. Applicable subjects will be entertained under "new business". Discussion on subjects requiring research will be limited, and the subjects will be placed on the agenda of the next meeting if deemed necessary.
- J. All motions considered by the Board should be recorded, together with vote taken.
- K. Commissioners will be reimbursed at rates and amounts permitted under State law as amended from time to time.
- L. Any person wishing to present a complaint, comment, or any other matter to the Board as well as requesting Board action must request to do so to any Board member or the Manager at least three days prior to the meeting. The request must include a description of the matter to be brought forth.

## **6. DELEGATION OF RESPONSIBILITY AND AUTHORITY TO MANAGER.**

- A. The Board shall furnish the Manager a clear and complete statement of all the duties, responsibilities, and authority that are delegated to him. The statement shall be reviewed by the Board periodically and amended when necessary.
- B. The Board shall delegate responsibility to the Manager to perform the following functions in conformance with Board's adopted policies and procedures:
  - 1) Storage, regulation and distribution of District's irrigation water supply.
  - 2) Operate and maintain District's irrigation facilities, real property and equipment.
  - 3) Maintain District's accounts and records.
  - 4) Preparation and submittal of annual budget to the Board.
  - 5) Initiate and carry on the District's public relations program.
  - 6) Direct day-by-day operations of the District.
  - 7) Delegate certain authority and responsibilities to subordinates.
  - 8) Recruit, select, appoint and terminate District staff.
  - 9) Purchase equipment, supplies and contract services. The Manager is delegated authority to make discretionary acquisitions of \$7,500 or less without specific Board approval unless otherwise directed.
  - 10) Direct the activities of the District's operation and maintenance staff.

## **7. DUTIES AND RESPONSIBILITIES OF THE MANAGER**

### **A. PLANNING**

- 1) Formulates with staff viewpoints, objectives and policies to be recommended to the Board.

- 2) Formulates with staff short and long range plans, finances, and water user relation policies to be recommended to the Board.
- 3) Formulates with staff an annual work program and budget to be recommended to the Board.
- 4) Plan and develop a comprehensive safety program.

#### B. ORGANIZATION

- 1) Review periodically all activities of the District organization and initiate changes that will carry out the objectives of the District in the most efficient manner.
- 2) Determine the need for additional positions, transfers, reassignments, or the elimination of positions.

#### C. PERSONNEL

- 1) Develop standards and qualifications for use in recruiting, employing and promoting personnel.
- 2) Select, appoint, reassign and release employed personnel.
- 3) Avoid nepotism when hiring full-time employees. Relationships to Board members, the Manager, or any supervisory employees to be avoided include immediate family members and spouses, uncles and aunts, nephews and nieces, grandparents and grandchildren.
- 4) Prepare and present to Board for approval a systematic wage and salary plan for all job positions.
- 5) Adjust salaries for employees within the approved rate and salary plan adopted by the Board.
- 6) Evaluate new positions and reevaluate positions when responsibilities change substantially.
- 7) Periodically appraise performance of personnel and assist them to develop and improve.
- 8) Prepare and update written position descriptions for all permanent personnel.
- 9) Administer or approve activities or actions with respect to vacation, sick leave, holidays and other fringe benefits approved by the Board.

#### D. OPERATIONS

- 1) Directs the day-to-day activities of the District within the limits of their delegated authority.
- 2) Directs the operations of the District in general accordance with objectives and policies of the District.
- 3) Delegates, within the limits of authority vested in them, responsibility and authority to staff assistant.
- 4) Designates staff assistant to act in their absence.
- 5) Directs approved public relations programs.

#### E. FISCAL

- 1) Directs the expenditures of funds in general accordance with approved budget.
- 2) Invests or reinvests District's funds as directed by Board.
- 3) Purchases supplies, equipment and acquires contract services in accordance with delegated authority.

## F. REPORTS

- 1) Submits periodic and special reports to Board on conformity of operations to approve objectives, policies and programs.
- 2) Submits periodic and special reports (including annual auditor's report) to Board on receipts, disbursements and cash balances to keep them informed of the District's financial status.
- 3) Maintains an accurate inventory of the District's property and assets and furnishes a current report of same to Board annually.
- 4) Reports unresolved Water User complaints to the Board.
- 5) Submits periodic reports of employees' performance to Board.

## 8. COMMISSIONER ELECTIONS

- A. **ELECTION ADMINISTRATOR** – The Teton County Clerk and Recorder is the election administrator of record and is responsible for the administration of all procedures relating to the conduct of elections and will keep all records relating to the elections. The Commissioners may request and the election administrator may appoint the District secretary, or any other person it desires, as deputy election administrator who shall assist with the administration of the elections.
- B. **ELECTION DATE** – The regular election for commissioners with expiring terms shall be held annually, on the first Tuesday following the first Monday in May or as established by the Teton County election official.
- C. **NOMINATION PROCEDURE** – Candidates for the GID Commissioner must file to run for a commissioner opening with the election administrator or deputy election administrator in accordance with the requirements established by the election administrator. If the number of candidate filings is less than or equal to the number of positions to be filled, the Election Administrator shall cancel the election and the following procedures shall be followed:
- 1) If there is only one nominee for a ballot position, the nominee may be declared elected by acclamation upon approval of the deputy election administrator.
  - 2) If there is no nominees or filings, the Board shall appoint a Water User to serve as Commissioner in accordance with Section H.1 below.
- D. **QUALIFICATION OF ELECTORS**
- 1) An elector must own or represent classified assessed acres within District boundaries.
  - 2) An elector must be at least eighteen years of age.
  - 3) A man and wife co-ownership must provide acknowledgment from both partners on whom will cast the vote. A "Designation of Voting Authority" must be filed at the District to grant the voting privilege to one of the spouses or the other.
  - 4) The purchaser in a contract-for-deed co-ownership may vote on behalf of the owner. A "Designation of Voting Authority" must be filed at the District duly granting the voting privilege from one to the other.
  - 5) When multiple names are listed as owners, a "Designation of Voting Authority" must be filed at the District duly granting the voting privilege to one individual.
  - 6) If a recorded multi-ownership name does not reveal all persons with ownership

interest in the land, further legal documentation must be presented:

- a. Trusts - Trustees, not beneficiaries, will have the voting privilege. If the trustee(s) are not identified in the ownership name, then an indenture of trust or similar legal document must be presented.
  - b. Corporation - If all shareholders are not identified in the title of the corporation, a corporate resolution, or similar, must be presented which designates the voting agent.
  - c. Partnerships - If all partners are not identified in the title of the partnership, an appropriate legal document, such as a copy of the attorney general's certificate of partnership, must be presented to illustrate all names of the partnership.
- 7) Any ownership may delegate or assign an agent, who is not part of the co-ownership, to vote on their behalf. A proper form, appropriately signed by the co-ownership must be presented, and must specifically refer to the voter as "Agent".
  - 8) A co-ownership residing outside Montana may be represented by one of the co-owners if they reside in Montana.
  - 9) A Power of Attorney (POA) is not a valid instrument for District elections unless the POA document so specifies.
  - 10) Electors may vote absentee ballot; except in the instance of a mail-in ballot election. Electors must either pick ballot(s) up in person at the District office or request them in writing, except in the instance of a mail in ballot election. Ballots may be picked up at GID headquarters until 8PM the day of the election.

#### E. NUMBER OF ELIGIBLE BALLOTS PER ELECTOR

- 1) Electors are entitled to cast one vote for each acre of assessed land or major fraction of an acre of assessed land owned by the elector within the District subject to the 960-acre limitation as defined in Board Policies, irrespective of the location of such assessed lands within the tracts designated by the Commissioners for assessment and taxation purposes, but any elector owning less than one acre of assessed land within the District is entitled to one vote.
- 2) The elector shall submit a single ballot. That single ballot represents the number of votes equal to the number of assessed acres owned subject to the 960-acre limitation policy and assessed acres as allowed by any "Designation of Voting Authority".

#### F. INSTALLATION OF COMMISSIONERS

- 1) Within 40 days following their election, the Commissioners shall meet and organize as a board by electing a President and a Vice-President from their number. The President and Vice-President shall each hold office at the pleasure of the Board. The Board shall also hire a Secretary, who may or may not be a Commissioner.

#### G. COMMISSIONER TERM OF OFFICE

- 1) The term of office of each Commissioner begins on the date of the Board organizational meeting after the regular election and continues for three years until a subsequent election and qualification.

#### H. VACANCIES AMONG COMMISSIONERS

- 1) In case of a vacancy in the Board of Commissioners, from any cause, the vacancy must be filled until the next regular or special election by appointment by the Board.



The remaining Commissioners shall constitute a quorum for the purpose of filling any vacancy. The appointee must be an owner of assessed acres within the Precinct of the District they represent and must be a resident of the County in which the Precinct of the District or some portion of the Precinct is situated. A Commissioner appointed under this section shall hold office until their successor is elected and qualified.

I. SPECIAL ELECTIONS

- 1) The Board may at any time call a special election and submit to the qualified electors of the District any question which under the provision of this chapter is required or which, in the judgment of the Board, is proper to be submitted to popular vote. Such election shall be called, noticed, and conducted and the result thereof determined and declared in the manner provided in Title 13, M.C.A.

J. ELECTION DOCUMENTS TO BE FILED

- 1) Whereas the lands of the District lie within more than one County, all petitions, papers, documents, or other instruments shall be filed and proceedings held in Teton County.

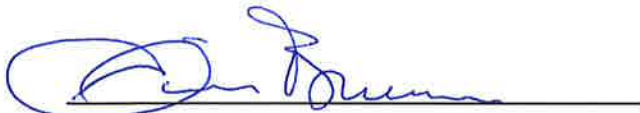
**9. MISCELLANEOUS**

A. TITLE 85 - MONTANA CODE ANNOTATED

- 1) Title 85, Section 7 of the Montana Code Annotated, as periodically amended by State legislative action, will list appropriate State law which shall further govern District activities unless otherwise and previously delineated, detailed and adopted by the GID Board of Commissioners.

B. AMENDING AND ADOPTING BY-LAWS

- 1) These By-Laws may be altered, amended or repealed and new By-Laws adopted by a majority of the Commissioners at a meeting calling for that purpose.
- 2) We, the undersigned, all being of relatively sound mind and all being Commissioners of the Greenfields Irrigation District and its Secretary and Manager, do hereby certify that the above set of By-Laws were duly adopted by a majority vote of all the Commissioners of said Public Corporation at a meeting held on April 9<sup>th</sup>, 2018.



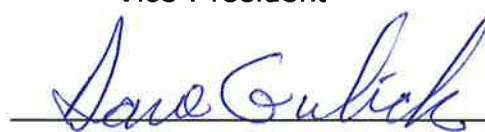
President



Vice-President



Commissioner




Commissioner



Commissioner

ATTEST

  
Board Secretary

  
District Manager